# FORM 5

# **QUARTERLY LISTING STATEMENT**

Name of Listed Issuer: **Evolution Global Frontier Ventures Corp.** (the "Issuer").

Trading Symbol: **EGFV**.

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities* Act, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

# **General Instructions**

- (a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.
- (b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.
- (c) Terms used and not defined in this form are defined or interpreted in Policy 1 Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

# SCHEDULE A: FINANCIAL STATEMENTS

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

# CONDENSED INTERIM FINANCIAL STATEMENTS

# FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

Unaudited – Prepared by Management

(Expressed in Canadian Dollars)

# NOTICE OF NO AUDITOR REVIEW OF THE CONDENSED INTERIM FINANCIAL STATEMENTS

The accompanying condensed interim financial statements of Evolution Global Frontier Ventures Corp. as at December 31, 2023, have been prepared by the management of the Company and approved by the Company's Audit Committee.

Under National Instrument 51-102, Part 4, subsection 4.2(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that an auditor has not reviewed the financial statements.

The accompanying condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by CPA Canada for a review of the condensed interim financial statements by an entity's auditor.

CONDENSED INTERIM STATEMENTS OF FINANCIAL POSITION

(Unaudited - Expressed in Canadian Dollars)

		September 30,
	December 31,	2023
As at,	2023	(Audited)
	\$	\$
ASSETS		
Current		
Cash	2,307	176,685
GST receivable	4,186	3,916
TOTAL ASSETS	6,493	180,601
Current Accounts payable and accrued liabilities		
1 7	17.020	17.550
(Notes 5 and 7)	17,029	16,559
Deferred revenues (Note 10? 12?) Loans payable (Notes 6)	1,000 213,587	193,950 184,078
Total Liabilities	231,615	394,587
Total Liabilities	231,013	374,307
Shareholders' Equity (deficiency)		
Share capital (Note 8)	318,029	318,029
Contributed surplus (Notes 6 and 8)	37,947	37,947
Deficit	(581,099)	(569,962)
Total shareholders' equity (deficiency)	(225,122)	(213,986)
TOTAL LIABILITIES AND SHAREHOLDERS'		
EQUITY (DEFICIENCY)	6,493	180,601

Nature and continuance of operations (Note 1)

Plan of arrangement (Note 9)

**Subsequent events** (Note 13)

Approved and authorized by the Board on February 29, 2024:

"Paul Haber"	Director
Paul Haber	

CONDENSED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

For the period ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars)

	Three Months Ended December 31,	Three Months Ended December 31,
	2023	2022
	\$	\$
EXPENSES		
Consulting fees (Note 7)	-	-
Exploration expenses (Notes 4 and 7)	-	-
Foreign exchange loss	5	4
General and office administration	220	316
Interest expense	5,496	1,878
Management fees (Note 7)	_ ·	· -
Professional fees (Note 7)	1,000	-
Registration, filing and transfer agent fees	4,415	3,920
Loss for the period before other items	(11,136)	(6,119)
Other Items:		
Gain on settlement of accounts payable	-	-
Gain on spin-out of subsidiaries (Note 9)	-	<del>-</del>
Net loss and comprehensive loss for the period	(11,136)	(6,119)
Basic and diluted loss per common share	\$ (0.00)	\$ (0.00)
Weighted average number of common shares outstanding	13,817,671	14,250,000

CONDENSED INTERIM STATEMENTS OF CASH FLOWS

For the period ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars)

Period ended,	December 31, 2023 \$	December 31, 2022 \$
CASH FLOWS FROM OPERATING ACTIVITIES		
Loss for the period	(11,136)	(6,119)
Interest expense on loan	5,496	1,878
Deferred revenues	-	-
Changes in non-cash working capital items:		
Prepaid expenses and Deposit in Trust	(192,500)	-
GST receivable	(271)	(204)
Accounts payable and accrued liabilities	470	(7,171)
Net cash provided by (used in) operating activities	(198,391)	(11,616)
CASH FLOWS FROM FINANCING ACTIVITIES Shares issued for cash	<u>-</u>	-
Net Demand loan Advanced or Repaid	122,491	12,000
Repayment of loan	(98,478)	, , , , , , , , , , , , , , , , , , ,
Net cash provided by (used in) financing activities	24,013	12,000
Change in cash for the period	(174,378)	384
Cash, beginning of period	176,685	2,174
Cash, end of period	2,307	2,559
Cash paid during the period for interest	<b>\$</b> -	\$ -
Cash paid during the period for income taxes	\$ -	\$ -

CONDENSED INTERIM STATEMENTS OF SHAREHOLDERS' EQUITY (DEFICIENCY)

For the periods ended December 31, 2023 and 2022

(Unaudited - Expressed in Canadian Dollars)

		Share Capital			
	Number	Amount \$	Contributed Surplus \$	Deficit \$	Total \$
Balance at September 30, 2022	14,250,000	332,008	23,972	(512,427)	(156,447)
Loss for the period	-	-	-	(6,119)	(6,119)
Balance at December 31, 2022	14,250,000	332,008	23,972	(518546)	(162,566)
Balance at September 30, 2023	13,650,000	318,029	37,947	(569,962)	(213,986)
Loss for the period	-	-	-	(11,136)	(11,136)
Balance at December 31, 2023	13,650,000	318,029	23,972	(581,099)	(225,122)

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (Unaudited - Expressed in Canadian Dollars)
FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# 1. NATURE AND CONTINUANCE OF OPERATIONS

Evolution Global Frontier Ventures Corp. (the "Company") was incorporated on October 13, 2016 under the Business Corporations Act, (British Columbia) as Ascension Exploration Inc. On June 8, 2020, the Company changed its name to Evolution Global Frontier Ventures Corp. The Company is engaged in the acquisition, exploration and development of mineral resource properties located in Canada.

The Company's head office and records office is located at 5728 East Boulevard, Vancouver, British Columbia, Canada, V6M 4M4. Effective December 11, 2020, the Company shares traded on the Canadian Securities Exchange.

The recovery of the amounts comprising mineral properties is dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development, and upon future profitable production.

These condensed interim financial statements have been prepared by management on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. At December 31, 2023, the Company had not yet achieved profitable operations, had accumulated losses of \$581,099 (September 30, 2023 - \$569,962) since its inception, and expects to incur further losses in the development of its business, all of which casts significant doubt about the Company's ability to continue as a going concern. A number of alternatives including, but not limited to selling an interest in one or more of its properties or completing a financing, are being evaluated with the objective of funding ongoing activities and obtaining working capital. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future and repay its liabilities arising from normal business operations as they become due.

The condensed interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

Since March 2020, several measures have been implemented in Canada and the rest of the world in response to the increased impact from novel coronavirus (COVID-19), which include the implementation of travel bans, self-imposed quarantine periods and social distancing. COVID-19 has caused material disruption to businesses globally resulting in an economic slowdown. These measures could adversely affect and harm the Company by limiting access to our exploration and evaluation assets, which could prevent the Company from meeting its exploration expenditure obligations. The measures and disruption to business globally could potentially impact the ability to procure new exploration and evaluation mineral properties. The Company continues to operate its business at this time. While the impact of COVID-19 is expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on business operations cannot be reasonably estimated at this time. The Company anticipates this could have an adverse impact on its business, results of operations, financial position and cash flows in future periods.

# 2. SIGNIFICANT ACCOUNTING POLICIES

# Statement of compliance and basis of presentation

These condensed interim financial statements, including comparatives, have been prepared in accordance with International Accounts Standards ("IAS") 34, "Interim Financial Reporting" using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (Unaudited - Expressed in Canadian Dollars)
FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# Statement of compliance and basis of presentation (Cont'd.)

These condensed interim financial statements should be read in conjunction with the audited financial statements of the Company as at and for the year ended September 30, 2022.

The condensed interim financial statements have been prepared using accounting policies consistent with those used in the Company's 2023 audited financial statements.

The condensed interim financial statements have been prepared on a historical cost basis, except for certain financial instruments classified at fair value through profit or loss which are stated at their fair value. In addition, these condensed interim financial statements have been prepared using the accrual basis of accounting.

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment of complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

# Foreign exchange

The functional currency of an entity is the currency of the primary economic environment in which the entity operates. The functional currency of the Company is the Canadian Dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in IAS 21, The Effects of Changes in Foreign Exchange Rates.

Transactions in currencies other than the Canadian Dollar are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the period end exchange rate while non-monetary assets and liabilities are translated at historical rates. Revenues and expenses are translated at the exchange rates approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation are included in comprehensive loss.

# 3. SIGNIFICANT ESTIMATES, ASSUMPTIONS AND JUDGEMENTS

The preparation of the condensed interim financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The condensed interim financial statements include estimates which, by their nature, are uncertain. The impact of such estimates are pervasive throughout the financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Information about critical judgments in applying accounting policies and sources of estimation uncertainty that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the condensed interim financial statements within the next financial year are the same as those that applied to the Company's 2023 annual financial statements.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Unaudited - Expressed in Canadian Dollars)

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# 4. MINERAL PROPERTIES

# **Quesnel Terrane Property**

On December 10, 2021 (the "Effective Date"), the Company entered into a conditional option agreement where the Company can acquire 100% of the registered and beneficial interest in certain mining claims located in the Omineca Mining Division, within the Quesnel Terrane, in the north central interior of the Province of British Columbia.

The terms of the option agreement are:

- a) Total payments of \$800,000\* in combination of cash and shares (or all in cash if requested by the vendor) to the vendor:
  - (i) \$20,000 within 180 days of the Effective Date;
  - (ii) \$50,000 on or before the first anniversary of the Effective Date;
  - (iii) \$110,000 on or before secondary anniversary of Effective Date;
  - (iv) \$220,000 on or before third anniversary of Effective Date; and
  - (v) \$400,000 on or before fourth anniversary of Effective Date.
- \*A minimum of 25% of the total payments must be made in cash, and 75% in cash-equivalent common shares of the Company. At the option of the vendor, the minimum 25% payment can be made in common shares, resulting in a total of 100% payments made in common shares of the Company.
- b) Incurring the exploration expenditures equal to the cost of the phase 1 work program recommended in a 43-101 technical report.
- c) The Company has extended the dates of the payment schedule above with the Vendor to begin on September 30, 2023 and all subsequent payments to be begin immediately afterwards on the anniversary of the Effective Date.

The Company will pay a 2% NSR to the vendor after the Company has been in commercial production for at least 30 consecutive days.

The Company is in default of the option payments and has been negotiating to amend the option agreement terms.

# **Raven Quarry Property**

On May 16, 2022 (the "Effective Date"), the Company entered into a Letter of Intent ("LOI") agreement where the Company can acquire 100% of the registered and beneficial interest in certain mining claims named the Raven Quarry Property, located in Harrison, British Columbia.

The terms of the LOI agreement include:

- (i) Issuance of One Million shares (1,000,000) shares of the company to be held in trust for the completion of the transaction (this has not been issued as of the dated this financial statement);
- (ii) Review of a third party valuation of the property;
- (iii) Completion of a Definitive Agreement with final agreed terms for the acquisition of the property.

The Company has terminated the LOI as of February 27, 2023.

# Cobriza Mine Assets Bid

On May 16, 2022 (the "Effective Date"), the Company entered into a conditional Letter of Intent ("LOI") agreement where the Company would participate in a bid to acquire 100% of the registered and beneficial interest in certain mining claims named the Cobriza Mine, located in San Pedro de Coris District, 72 kilometres (45 mi) north of Churcampa district in the province of Churcampa, in the country of Peru.

The Company has terminated its participation in the conditional LOI as of February 27, 2023.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (Unaudited - Expressed in Canadian Dollars)

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

#### 5. ACCOUNTS PAYABLES AND ACCRUED LIABILITIES

The Company's accounts payable and accrued liabilities are as follows:

	December 31,	September 30,
	2023	2023
	\$	\$
Trade payables (Note 7)	8,029	7,559
Accruals (Note 7)	9,000	9,000
Total	17,029	16,559

During the period ended December 31, 2022, the Company's previously recorded additional trade payables of \$470, primarily related to transfer agent fees. (Note 7).

# 6. LOANS PAYABLE

	\$
Balance, September 30, 2021	89,107
Additions	38,000
Accretion and interest	8,797
Balance, September 30, 2022	135,904
Additions	45,100
Repayments	(2,500)
Accretion and interest	5,574
Balance, September 30, 2023	184,078
Additions	193,491
Repayments	(169,478)
Accretion and interest	5,496
Balance, December 31, 2023	213,587

On June 30, 2020, the Company entered a settlement agreement with the Company's former corporate secretary and converted accounts payable of \$100,000 into a \$100,000 Loan. The Loan bears simple interest of 10% and has an 18-month term. No interest payments are due until the term of the loan. The Loan was accounted for at amortized cost using the effective interest rate method with the effective interest rate of 15% per annum. The Loan was recorded at amortised cost of \$93,478, with a contributed surplus of \$6,522. The Loan matured on December 31, 2021 and subsequently became due on demand. The Company and the Lender agreed for the principal balance of the loan is to become due from the date of the maturity and would carry interest at a rate of 10% interest upon demand with no terms of repayment. On June 30, 2023, the parties agreed The Loan would become non-interest bearing upon demand with no terms of repayment. During the year ended September 30, 2023, the Company recorded accretion and interest of \$5,574 (September 30, 2022 - \$8,797) and made repayments of \$Nil (2022 - \$Nil) on the loan payable. As at September 30, 2023, the balance of the loan is \$98,478 (September 30, 2022 - \$92,904). On October 12, 2023 the outstanding loan payable balance of \$98,478 was paid in full.

During the period ended December 31, 2023, the Company entered into a new promissory loan note with with 2757953 ONTARIO INC.(FASTER). The terms of the promissory loan note of \$192,950, are that it is a three year term with an effective date of October 4, 2023, with interest calculated at 8% per annum beginning six months after the effective date of the loan. The company received the funds from the promissory note and an additional 540.75 from 2757953 ONTARIO INC.(FASTER) and an additional loan to account for the accretion of the 2757953 ONTARIO INC.(FASTER) promissory note for a total amount of loans of \$196,491. (September 2023 -\$45,100 from the former Corporate Secretary). In addition, the company made repayments totaling \$169,478 (September 2023 - \$2,500) against the former loans payable. The loan payable sum excluding the \$192,950 Note payable are payable on demand with no interest and no terms of repayment.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Unaudited - Expressed in Canadian Dollars)

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# 7. RELATED PARTY TRANSACTIONS

The Company entered into the following transactions with related parties:

As at December 31, 2023, the Company owed \$1,000 (September 30, 2023 - \$1,000) to directors and officers which is included in accounts payable and accrued liabilities (Note 5), the breakdown is as follows:

	December 31,	September 30,
	2023	2023
Period ended,	\$	\$
CEO (Former)	1,000	1,000
CFO	nil	1,000
Total	1,000	2,000

The following table lists the compensation costs paid directly or to companies controlled by key management personnel for the period ended December 31, 2022 and 2021:

	December 31,	September 30,
	2023	2023
Period ended,	\$	\$
Management fees paid/accrued to the (former) Chief Executive		
Officer	-	-
Consulting fees paid/accrued to the Chief Financial Officer	-	-
Total	-	-

In an effort to conserve cash there were minimal management fees paid during the period. All related party transactions are in the normal course of operations and have been measured at the agreed to amount, which is the amount of consideration established and agreed to by the related parties.

#### 8. SHARE CAPITAL AND CONTRIBUTED SURPLUS

# a) Authorized share capital

As at December 31, 2023, the authorized share capital of the Company is an unlimited number of common shares without par value. All issued shares, consisting only of common shares are fully paid.

### b) Issued share capital:

For the period ended December 31, 2023:

The Company did not issue any shares during the period ended December 31, 2023.

For the year ended September 30, 2022:

On April 12, 2023, 600,000 common shares of the Company were returned to treasury for \$4. The difference of \$13,975 between the book value of \$13,979 and a payment of \$4 for the shares was allocated to contributed surplus during the year ended September 30, 2023.

# c) Warrants

The Company has no warrants outstanding as at September 30, 2022 and December 31, 2022.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS

(Unaudited - Expressed in Canadian Dollars)

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# 9 PLAN OF ARRANGEMENT

The Company has completed all steps for its parts in the plan of arrangement (the "Arrangement") with its former wholly-owned subsidiaries in the prior year ended September 30, 2022. The company has a \$1,000 amount liable to the CEO for advancing funds to the Company to effectively complete the Company's portion of the Arrangement. (Note 7)

#### 10. DEFERRED REVENUES

As at December 31, 2023, the Company has deferred revenue of \$1,000 (Sept 30, 2023 \$1,000). The Company has an obligation to deliver consulting services in future in respect of the obligation.

# 11. SEGMENTED INFORMATION

The Company operates in one reportable operating segment, being the acquisition and exploration of mineral properties in Canada. As the operations comprise a single reporting segment, amounts disclosed also represent segment amounts.

# 12. FINANCIAL AND CAPITAL RISK MANAGEMENT

The three levels of the fair value hierarchy are:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 – inputs that are not based on observable market data.

The Company enters into financial instruments to finance its operations in the normal course of business. The fair values of cash, receivable, accounts payable and loans payable approximate their carrying values due to the short-term maturity of these instruments.

The fair value of the Company's financial instruments has been classified within the fair value hierarchy as at September 30, 2023 and December 31, 2023 as follows:

<b>September 30, 2023</b>	Level 1	Level 2	Level 3	Total
Financial Assets				
Cash	\$ 176,685	-	- \$	176,685
	\$ 176,685	-	- \$	176,685

<b>December 31, 2023</b>	Level 1	Level 2	Level 3	Total
Financial Assets Cash	\$ 2,307	_	_	\$ 2,307
Cusii	\$ 2,307	-	-	\$ 2,307

The Company is exposed to varying degrees to a variety of financial instrument related risks:

# Foreign exchange risk

The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars. Management believes the foreign exchange risk derived from currency conversions is negligible. The foreign exchange risk is therefore manageable and not significant. The Company does not currently use any derivative instruments to reduce its exposure to fluctuations in foreign exchange rates.

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (Unaudited - Expressed in Canadian Dollars)
FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# 12. FINANCIAL AND CAPITAL RISK MANAGEMENT (Cont'd.)

#### Credit risk

The Company's cash is largely held in large Canadian financial institutions. The Company does not have any asset-backed commercial paper. The Company maintains cash deposits with Schedule A financial institution, which from time to time may exceed federally insured limits. The Company has not experienced any significant credit losses and believes it is not exposed to any significant credit risk.

#### Interest rate risk

Interest rate risk is the risk the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The Company does not hold any financial liabilities with variable interest rates. The Company does maintain bank accounts which earn interest at variable rates but it does not believe it is currently subject to any significant interest rate risk.

# Liquidity risk

The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances and through short-term borrowing. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments.

#### Price risk

The ability of the Company to explore its mineral properties and the future profitability of the Company are directly related to the market price of precious metals. The Company monitors precious metals prices to determine the appropriate course of action to be taken by the Company.

#### Capital management

The Company defines its capital as shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration and development of mineral properties. The Board of Directors do not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The properties in which the Company currently has an interest are in the exploration stage. As such, the Company has historically relied on the equity markets to fund its activities. In addition, the Company is dependent upon external financings to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will need to raise additional funds. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

### 13. PROPOSED TRANSCTIONS

The Company has entered into a non-binding letter of intent dated September 14, 2023 (the "LOI") with 2757953 Ontario Inc. (DBA Faster) ("Faster") setting out the initial proposed terms and conditions pursuant to which the Company and Faster expect to effect a business combination that will result in a reverse takeover of the Company by the shareholders of Faster (the "Proposed Transaction"), subject to the Company and Faster entering into a definitive agreement on terms substantively similar to the terms set out in the LOI (a "Definitive Agreement"). The entity resulting from the Proposed Transaction will continue to carry on the business of Faster.

The Company has entered into a promissory note, effective October 4, 2023, in favour of Faster (the "Note") in the principal amount of \$192,950 (the "Principal Amount"). The Note will bear interest at a rate of 8.0% per annum, calculated monthly and commencing on the date that is 6 months from the effective date of the Note, October 4, 2023. The Principal Amount, along with all outstanding and accrued interest, shall become due and payable on the date that is 36 months from the date of the Note (the "Maturity Date"). Pursuant to the terms of the Note, the

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (Unaudited - Expressed in Canadian Dollars)
FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# 13. **PROPOSED TRANSCTIONS** (Continued)

Maturity Date shall be immediately accelerated and become due and payable within 90 days in the event the LOI is terminated prior to the Definitive Agreement being entered into. During the period ended December 31,2023, deposit in trust with the lawyer of \$192,950 was converted into the promissory note (Note 6) from Faster.

Completion of the Proposed Transaction is subject to a number of conditions, including, but not limited to, the financing of Faster's equity securities, satisfactory completion of due diligence, the parties entering into the Definitive Agreement on terms acceptable to the parties and the Company and Faster obtaining all requisite approvals from their respective boards, shareholders and the Canadian Securities Exchange, as applicable. There can be no assurance that the Proposed Transaction will be completed as currently contemplated, or at all.

# 14. SUBSEQUENT EVENTS

None.

# SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A.

# 1. Related party transactions

# See Note 7 of the Interim Financial Statements.

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

- (a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.
- (b) A description of the transaction(s), including those for which no amount has been recorded.
- (c) The recorded amount of the transactions classified by financial statement category.
- (d) The amounts due to or from Related Persons and the terms and conditions relating thereto.
- (e) Contractual obligations with Related Persons, separate from other contractual obligations.
- (f) Contingencies involving Related Persons, separate from other contingencies.

# 2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

(a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
None								

(b) summary of options granted during the period,

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant
None.						

3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

(a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

Authorized share capital	Dividend Rates on Preferred Shares	Cumulative, Redemption and Conversion Provisions	
Unlimited common shares	N/A	N/A	

(b) number and recorded value for shares issued and outstanding,

Issued and Outstanding	Recorded Value	
13,650,000 common shares	\$318,029	

(c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

# No options, warrants or convertible securities are outstanding.

(d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

Class	Number of Escrowed Securities
Common shares	Nil

4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.

Name	Position
Paul Haber	Interim CEO & Director
Barry Bergstrom	CFO

# SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS Provide Interim MD&A if required by applicable securities legislation.

Management's Discussion and Analysis

For the Period Ended December 31, 2023 and 2022

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

This management's discussion and analysis ("MD&A") provides an analysis of our financial situation which will enable the reader to evaluate important variations in our financial situation for the period ended December 31, 2023. This report, prepared as at February 29, 2024 intends to complement and supplement our consolidated financial statements for the period ended December 31, 2023 and the audited financial statements for the year ended September 30, 2023 (the "Financial Statements") and should be read in conjunction with the Financial Statements and the accompanying notes.

Our Financial Statements and the MD&A are intended to provide a reasonable base for investors to evaluate our financial situation.

Our Financial Statements have been prepared using accounting policies consistent with International Financial Reporting Standards ("IFRS"). All dollar amounts contained in this MD&A are expressed in Canadian dollars, unless otherwise specified.

Where we say "we", "us", "our", the "Company" or "Evolution", we mean Evolution Global Frontier Ventures Corp. as it may apply.

The Financial Statements and additional information related to the Company is available for view on SEDAR at www.sedar.com.

# **Forward Looking Information**

Certain statements in this document constitute "forward-looking statements" and are based on current expectations and involve risks and uncertainties, referred to above and or in the Company's financial statements, that could cause actual events or results to differ materially from estimated or anticipated events or results reflected in the forward-looking statements. Examples of such forward looking statements include statements regarding financial results and expectations for fiscal 2021, future anticipated results of exploration programs and development programs including, but not limited to, the geology, grade and continuity of mineral deposits and conclusions of economic evaluations, and the possibility that future exploration, development or mining results will not be consistent with the Company's expectations, metal prices, demand for metals, currency exchange rates, political and operational risks inherent in mining or development activities, legislative factors relating to prices, taxes, royalties, land use, title and permits, importing and exporting of minerals, environmental protection, expenditures on property, plant and equipment, increases and decreases in reserves and/or resources and anticipated grades and recovery rates and are or may be based on assumptions and/or estimates related to future economic, market and other conditions. This list is not exhaustive and should be considered carefully by prospective investors, who should not place undue reliance on such forward-looking statements.

Factors that could cause actual results, developments or events to differ materially from those anticipated include, among others, the factors described or referred to elsewhere herein including, without limitation, under the heading "Risks and Uncertainties" and/or the financial statements and include unanticipated and/or unusual events as well as actual results of planned exploration and development programs and associated risk. Many of such factors are beyond the Company's ability to control or predict. Actual results may differ materially from those anticipated. Readers of this MD&A are cautioned not to put undue reliance on forward looking statements due to their inherent uncertainty.

Forward-looking statements are made based upon management's beliefs, estimates and opinions on the date the statements are made, which management believes are reasonable, and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as otherwise required by applicable law. These forward-looking statements should not be relied upon as representing management's views as of any date subsequent to the date of this MD&A. Additional information, including interim and annual financial statements, the management information circulars and other disclosure documents, may also be examined and/or obtained through the Internet by accessing the Canadian System for Electronic Document Analysis and Retrieval ("SEDAR") website at www.sedar.com.

MANAGEMENT'S DISCUSSION & ANALYSIS FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# **OVERVIEW AND DESCRIPTION OF BUSINESS**

Evolution Global Frontier Ventures Corp. (the "Company") was incorporated on October 13, 2016 under the Business Corporations Act, (British Columbia) as Ascension Exploration Inc. On June 8, 2020, the Company changed its name to Evolution Global Frontier Ventures Corp. The Company is engaged in the acquisition, exploration and development of mineral resource properties located in Canada.

The Company's head office and records office is located at 2922 Mt. Seymour Pkwy, N. Vancouver, BC VH 1E9. Effective December 11, 2020, the Company shares traded on the Canadian Securities Exchange.

The Company is engaged in the business of acquiring, exploring and developing natural resource properties, with a focus on precious mineral properties/projects which have the potential for both near-term cash flow and significant exploration upside potential. The Company is considered to be in the exploration stage as it has not placed any mineral properties into production.

Since March 2020, several measures have been implemented in Canada and the rest of the world in response to the increased impact from novel coronavirus (COVID-19), which include the implementation of travel bans, self-imposed quarantine periods and social distancing. COVID-19 has caused material disruption to businesses globally resulting in an economic slowdown. These measures could adversely affect and harm the Company by limiting access to our exploration and evaluation assets, which could prevent the Company from meeting its exploration expenditure obligations. The measures and disruption to business globally could potentially impact the ability to procure new exploration and evaluation mineral properties. The Company continues to operate its business at this time. While the impact of COVID-19 is expected to be temporary, the current circumstances are dynamic and the impacts of COVID-19 on business operations cannot be reasonably estimated at this time. It is difficult to reliably measure the potential impact of this uncertainty on the Company's future financial results.

# CORPORATE DEVELOPMENTS AND SIGNIFICANT TRANSACTIONS AND FACTORS AFFECTING RESULTS OF OPERATIONS

# Significant Transactions

- On December 10, 2021 (the "Effective Date"), the Company entered into an option agreement where the Company can acquire 100% of the registered and beneficial interest in certain mining claims located in the Omineca Mining Division, within the Quesnel Terrane, in the north central interior of the Province of British Columbia, consisting of 4 (four) mining claims covering 5,071 hectares. The option agreement is in default and the company has maintained communications with the Vendor to amend the terms of the agreement.
- On December 11, 2021, the Company terminated the Pichogen Property option agreement with the option holder and negotiated with the vendor for an extension on the term on the option agreement for the 1% share issuance and buyback option to be extended until February 1, 2022. The Company paid on January 28, 2022, \$20,000 in full under a buyback option to the vendor in lieu of the 1% share issuance per the terms of the option agreement and no longer holds any interest nor has any obligations to develop the property.
- On May 16, 2022 the Company announced it signed a conditional Letter of Intent on the Raven Quarry Property, located near Harrison, British Columbia, and to issue one million shares to be held in trust for the closing of the transaction. The shares had not been issued and the Company terminated the conditional Letter of Intent on February 27, 2023.
- On May 16, 2022 the Company announced it signed a conditional Letter of Intent with a consortium to bid on the assets of the Cobriza Mine located in Peru. The Company has terminated its participation in the Cobriza LOI as of February 27, 2023.
- On July 25, 2022 the Company announced it signed a Letter of Intent Term Sheet for a two year licence on a mine dewatering and efficient fluid movement solutions pump technology. This LOI subsequently expired in October of 2022, however the Company and the owner of the mine dewatering pump technology continue negotiations to extend the agreement on new terms.

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# CORPORATE DEVELOPMENTS AND SIGNIFICANT TRANSACTIONS AND FACTORS AFFECTING RESULTS OF OPERATIONS (CONT'D)

- The Company has entered into a non-binding letter of intent dated September 14, 2023 (the "LOI") with 2757953 Ontario Inc. (DBA Faster) ("Faster") setting out the initial proposed terms and conditions pursuant to which the Company and Faster expect to effect a business combination that will result in a reverse takeover of the Company by the shareholders of Faster (the "Proposed Transaction")
- The Company has entered into a promissory note, effective October 4, 2023, in favour of Faster (the "Note") in the principal amount of \$192,950
- The Company had minimal other transactions during the period.

# Corporate Updates

- The Company continues to work with 2757953 Ontario Inc. (DBA Faster) ("Faster") to effect the business combination.
- The Company has continued discussions with the Vendor of the Quesnel Terrane property to amend the terms of the option agreement and to remedy the default.

#### **OVERALL PERFORMANCE**

The Company explores for precious minerals with an emphasis on gold. The Company has no earnings and therefore finances exploration and development activities by the sale of shares, debt instruments or assets. The key determinants of the Company's operating results are the following:

- (a) success of its exploration and development programs and putting these into production;
- (b) the state of capital markets, which affects the ability of the Company to finance its exploration activities;
- (c) the market price of gold and silver; and
- (d) political and social issues which have affected and could further affect the ability of the Company to conduct exploration and mine development activities on its projects in Canada.

#### EXPLORATION AND DEVELOPMENT STRATEGY

# **Pichogen Property**

Pursuant to the termination of the option agreement with the vendor on December 11, 2021, and the payment of \$20,000 on January 28<sup>th</sup>, 2023 under the terms of the option agreement, the Company no longer intends to explore in the Pichogen Property and the Company no longer holds any interest in the property nor has any obligations related to the property. The following is the Company's exploration and evaluation expenditures as at December 31, 2022:

	Pichogen Property	Total
	\$	
Acquisition Costs		
Balance, September 30, 2020	20,000	20,000
Additions	-	-
Impairment	(20,000)	(20,000)
Balance, September 30, 2021	-	-
Additions	20,000	20,000
Impairment	(20,000)	(20,000)
Balance, September 30, 2022	-	-
Additions	-	-
Impairment	-	-
Balance, December 31, 2022 and December 31, 2023	-	-

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# **EXPLORATION AND DEVELOPMENT STRATEGY (CONT'D)**

During the period ended December 31, 2023, the Company expensed \$Nil (December 31, 2022 - \$Nil) in exploration and evaluation costs.

During the year ended September 30, 2021, the Company recorded impairment on acquisition costs of \$20,000 was a result of the termination of the Pichogen Property option agreement which completed during the year ended September 30, 2022. In addition, during the year ended September 30, 2022, the Company recorded impairment on acquisitions costs of and additional \$20,000 in relation to the termination.

All exploration and expenditures costs relate to the Pichogen Property. The following is the Company's exploration and evaluation expenditures costs during the three months ended December 31, 2022 and year ended September 30, 2022 (HISTORICAL):

	Three mont	hs ended	Twelve months ende		
	December	December	September	September	
	31, 2022	31, 2021	30, 2022	30, 2021	
	\$	\$	\$	\$	
Analysis	-	-	-	7,344	
Consulting	-	-	-	14,600	
Geological	-	-	-	57,600	
Travel and	-	-	-	24,813	
accommodation					
	-	-	-	104,357	

# **Quesnel Terrane Property**

On December 10, 2021 (the "Effective Date"), the Company entered into an option agreement where the Company can acquire 100% of the registered and beneficial interest in certain mining claims located in the Omineca Mining Division, within the Quesnel Terrane, in the north central interior of the Province of British Columbia, consisting of 4 (four) mining claims covering 5,071 hectares. The option agreement is subject to the termination of an agreement from a preexisting party which has a right of first refusal to acquire the property.

The terms of the option agreement are:

- a) Total payments of \$800,000\* in combination of cash and shares (or all in cash if requested by the vendor) to the vendor:
  - (i) \$20,000 within 180 days of the Effective Date;
  - (ii) \$50,000 on or before the first anniversary of the Effective Date;
  - (iii) \$110,000 on or before secondary anniversary of Effective Date;
  - (iv) \$220,000 on or before third anniversary of Effective Date; and
  - (v) \$400,000 on or before fourth anniversary of Effective Date.
- \*A minimum of 25% of the total payments must be made in cash, and 75% in cash-equivalent common shares of the Company. At the option of the vendor, the minimum 25% payment can be made in common shares, resulting in a total of 100% payments made in common shares of the Company.
- b) Incurring the exploration expenditures equal to the cost of the phase 1 work program recommended in a 43-101 technical report.
- c) The Company has extended the dates of the payment schedule above with the Vendor to begin on September 30, 2023 and all subsequent payments to be begin immediately afterwards on the anniversary of the Effective Date.

The Company will pay a 2% NSR to the vendor after the Company has been in commercial production for at least 30 consecutive days.

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

The option agreement is in default and the company has maintained communications with the Vendor to amend the terms of the agreement.

# **Raven Quarry Property**

On May 16, 2022 (the "Raven Effective Date"), the Company entered into a conditional LOI agreement where the Company can acquire 100% of the registered and beneficial interest in certain mining claims named the Raven Quarry Property, located in Harrison, British Columbia, where Division, within the Quesnel Terrane, in the north central interior of the Province of British Columbia.

The Company had terminated the LOI on the Raven Quarry Property on February 27, 2023

# **Cobriza Mine Assets Bid**

On May 16, 2022 (the "Effective Date"), the Company entered into a Letter of Intent ("LOI") agreement where the Company would participate with a consortium in a bid to acquire 100% of the registered and beneficial interest in certain mining claims named the Cobriza Mine, located in San Pedro de Coris District, 72 kilometres (45 mi) north of Churcampa district in the province of Churcampa, in the country of Peru.

The Company has terminated its participation in the Cobriza LOI as of February 27, 2023.

# **Mine Dewatering Pump Technology**

On July 25, 2022 the Company announced it signed a Letter of Intent Term Sheet for a two year licence on a mine dewatering and efficient fluid movement solutions pump technology. This LOI subsequently expired in October of 2022 and was not renewed or amended.

# **EQUITY TRANSACTIONS**

• The Company did not have any equity transactions during the period.

# CONSOLIDATED RESULTS OF OPERATIONS

All of the balances set out in this and following sections, including the Summary of quarterly results conform to IFRS standards.

	Three Months Ended December 31, 2023	Three Months Ended December 31, 2022
	\$	\$
EXPENSES		
Consulting fees	-	-
Exploration expenses	-	-
Foreign exchange loss	5	4
General and office administration	220	316
Interest expense	5,496	1,878
Management fees		-
Professional fees	1,000	_
Registration, filing and transfer agent fees	4,415	3,920
Loss for the period before other items	(11,136)	(6,119)

**Other Items:** 

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

Gain on settlement of accounts payable	-	-
Gain on spin-out of subsidiaries	-	
Net loss and comprehensive loss for the period	(11,136)	(6,119)

# For the three months ended December 31, 2023 ("FY2024") and December 31, 2022 ("FY2023")

The Company recorded a net loss of \$6,119 for the period ended December 31, 2022 compared to a net loss \$6,527 for the corresponding period in FY2022. Some of the significant changes are as follows:

- Management fees of \$Nil (FY2023 \$Nil) were incurred during the period for both FY2024 and FY2023 as the Company as an effort to conserve cash.
- Consulting fees of \$Nil (FY2023 \$Nil) were incurred during the period for both FY2024 and FY2023 as the Company as an effort to conserve cash.
- Professional fees of \$1,000 (FY2023 expenses of \$Nil) were incurred relating to sedar agent fees during the period. Management has been involved in minimizing fees and utilizing cost effective outside consultants only to perform essential tasks.
- Interest and/or accretion expense of \$5,496 (FY2023 \$1,878) were incurred relating to the loan payable (Post October 4,2023 the loan payable is with Faster and prior the loan payable was with the former Corporate Secretary.
- Registration, transfer agent and filing fees of \$4,415 (FY2023 \$3,920) were incurred in relation to the Company's expenses required for its CSE listings.

# For the three months ended December 31, 2023 and December 31, 2022

- Exploration and evaluation costs of \$Nil (FY2023 – \$Nil) were incurred.

#### SUMMARY OF OUARTERLY RESULTS

The table below presents selected financial data for the Company's eight most recently completed quarters, all prepared in accordance with IFRS.

	December	September	June	March	December	September	June	March
	31,	30,	30,	31,	31,	30,	30,	31,
	2023	2023	2023	2023	2022	2022	2022	2022
	\$	\$	\$	\$	\$	\$	\$	\$
Net income (loss)	(11,136)	(24,614)	(8,945)	(17,857)	(6,119)	(22,999)	(5,804)	(11,450)
loss per share	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)
Balance Sheet Total Assets	6,493	180,601	3,541	3,301	3,324	2,735	5,579	11,431

Fluctuations in losses are mostly due to the timing of the expenditures being incurred. The amount and timing of expenses and availability of capital resources vary substantially from quarter to quarter, depending on the level of exploration activities being undertaken at any time and the availability of funding from investors or collaboration partners.

# LIQUIDITY AND CAPITAL RESOURCES

The Financial Statements have been prepared on a going-concern basis, which assumes the realization of assets and liquidation of liabilities in the normal course of business. Continuing operations, as intended, are dependent on management's ability to raise required funding through future equity issuances, its ability to acquire resource property or business interests and develop profitable operations or a combination thereof, which is not assured, given today's volatile and uncertain financial markets. The Company may revise exploration and development programs depending on its working capital position.

As at December 31, 2023, the Company had a working capital deficit of \$32,172 (September 30, 2023 - working

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

capital deficit of \$213,986) which consisted of current assets, cash of \$2,307 (September 30, 2023 - \$176,685) and GST receivable of \$4,186 (September 30, 2023 - \$3,916) less current liabilities, being accounts payable and accrued liabilities of \$17,029 (September 30, 2023 - \$16,559), deferred revenues of \$1,000 (September 30, 2023 - \$1,000) and loans payable as at December 31, 2023 which amounted to \$20,637 (September 30, 2023 - \$377,028). The Company closed on the promissory note of \$192,950 for a three year term resulting in the deposit fund held in trust with the company lawyer being reclassified.

The Company's future revenues, if any, are expected to be from the mining and sale of mineral products or interests related there to. The economics of developing and producing mineral products are affected by many factors including the cost of operations, variations in the grade of ore mined, and the price of metals. Depending on the price of metals, the Company may determine that it is impractical to continue commercial production. The price of metals has fluctuated widely in recent years and is affected by many factors beyond the Company's control including changes in international investment patterns and monetary systems, economic growth rates, political developments, the extent of sales or accumulation of reserves by governments and shifts in private supplies of and demands for metals. The supply of metals consists of a combination of mine production, recycled material, and existing stocks held by governments, producers, financial institutions and consumers. If the market price for metals falls below the Company's full production costs and remains at such levels for any sustained period of time, the Company will experience losses and may decide to discontinue operations or development of other projects or mining at one or more of its properties at that time.

Other than the above-mentioned current liabilities, the Company has no short-term capital spending requirements and future plans and expectations are based on the assumption that the Company will realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. There can be no assurance that the Company will be able to obtain adequate financing in the future or if available that such financing will be on acceptable terms. If adequate financing is not available when required, the Company may be required to delay, scale back or eliminate various programs and may be unable to continue in operation. The Company may seek such additional financing through debt or equity offerings. Any equity offering will result in dilution to the ownership interests of the Company's shareholders and may result in dilution to the value of such interests.

# LIQUIDITY AND CAPITAL RESOURCES - CASH FLOW

# **OPERATING ACTIVITIES:**

Cash provided or used by operating activities for the period ended December 31, 2023 was (\$198,391) (December 31, 2022 - (\$11,616)) from operating activities). During the period ended December 31, 2023, the Company incurred minimal expenditures as an effort to conserve cash. The Company paid vendors to reduce its accounts payables and also had received cash in advance from a prior period for consulting services to be provided subsequent to period end.

#### FINANCING ACTIVITIES:

Cash used from financing activities for the period ended December 31, 2023 was \$174,378 compared to \$384 provided by financing activities in the comparative period. In the current year, the Company received a promissory note loans from Faster of \$192,500. In the prior 2022 year comparative period, the Company received demand loans of \$12,000.

# TRANSACTIONS WITH RELATED PARTIES

As at the date of this MD&A, the Directors and Executive Officers of the Company are as follows:

Paul Haber Chief Executive Officer, Director and President Barry Bergstrom Chief Financial Officer and Former Director

Ron Miles Former Chief Executive Officer, Former Corporate Secretary, Former President and

Former Director

Joel Scodnick Former Director

Derrick Gaon Former Corporate Secretary and Treasurer

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

Nelson LauFormer DirectorRichard PaloneFormer DirectorBrendan PurdyFormer Director

As at December 31, 2023, the Company owed \$5,250 (December 31,2022 - \$5,250, September 30, 2023 - \$6,250) to directors and officers which is included in accounts payable and accrued liabilities (Note 5), the breakdown is as follows:

	December 31, 2023	December 31, 2022	September 30, 2023
Period ended,	\$	\$	\$
Former Director	2,250	2,250	2,250
Former CEO	1,000	1,000	1,000
CFO	-	-	1,000
Former Corporate secretary	2,000	2,000	2,000
Total	5,250	5,250	6,250

During the period ended December 31, 2022, the Company recorded the accrued liabilities for the \$4,750 of shares which were returned to treasury as accounts payable. Of which amounts totaling \$4,250 is owed to a Former Director (FY2024-\$2,250 vs FY2023-\$2,250) and a Former Corporate Secretary (FY2024-\$2,000 vs FY2023-\$2,000). In the previous years the amounts owed to the Former Director and the Former Corporate Secretary were related to filing or administrative expenses paid by Director and Secretary. The amounts owed to the former CEO (FY2024-\$1,000 vs FY2023-\$1,000) relate to \$1,000 advanced to the company by him for completing the plan of arrangement.

# LOANS PAYABLE

	\$
Balance, September 30, 2021	89,107
Additions	38,000
Accretion and interest	8,797
Balance, September 30, 2022	135,904
Additions	45,100
Repayments	(2,500)
Accretion and interest	5,574
Balance, September 30, 2023	184,078
Repayments	(169,478)
Additions	193,491
Accretion and interest	5,496
Balance, December 31, 2023	213,587

On June 30, 2020, the Company entered a settlement agreement with the Company's former corporate secretary and converted accounts payable of \$100,000 into a \$100,000 Loan. The Loan bears simple interest of 10% and has an 18-month term. No interest payments are due until the term of the loan. The Loan was accounted for at amortized cost using the effective interest rate method with the effective interest rate of 15% per annum. The Loan was recorded at amortised cost of \$93,478, with a contributed surplus of \$6,522. The Loan matured on December 31, 2021 and subsequently became due on demand. The Company and the Lender agreed for the principal balance of the loan is to become due from the date of the maturity and would carry interest at a rate of 10% interest upon demand with no terms of repayment. On June 30, 2023, the parties agreed The Loan would become non-interest bearing upon demand with no terms of

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

repayment. The loan from June 30, 2020 had \$98,478 outstanding was paid in full on October 12, 2023 prior to the period end December 31, 2023.

# TRANSACTIONS WITH RELATED PARTIES (CONT'D) LOANS PAYABLE (CONT'D)

The Company entered into a new promissory note loan payable with Faster on October 4, 2023 for a three year term at 8% interest to begin six months after the effective date of October 4, 2023, and during the period ended December 31, 2023, recorded accretion and interest of \$5,496 (September 30, 2023 - \$5,574) and made repayments of \$169,478 (September 30, 2023 - \$2,500) on the loan payable. As at December 31, 2023, the balance of the loan payable is \$193,491 (September 30, 2023 - \$98,478).

During the period ended December 31, 2023, the Company received loans of \$193,491 (September 2023 - \$45,100) from and repaid \$169,478 (2023 - \$2,500). Other than the promissory note, the loans are payable on demand with no interest and no terms of repayment. As at December 31, 2023, the demand loan amounts of \$20,637 are outstanding (2023 - \$187,078).

The following table lists the compensation costs paid directly or to companies controlled by key management personnel for the period ended December 31, 2023 and 2022:

	December 31,	December 31,
	2023	2022
Period ended,	\$	\$
Management fees paid/accrued to the Chief Executive Officer	-	-
Consulting fees paid/accrued to the Chief Financial Officer	-	-
Total	-	-

### FINANCIAL INSTRUMENTS AND RISKS

The three levels of the fair value hierarchy are:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 – inputs that are not based on observable market data.

The Company enters into financial instruments to finance its operations in the normal course of business. The fair values of cash and accounts payable approximate their carrying values due to the short-term maturity of these instruments. The Loan bears simple interest of 10% and has an 18 month term. The Loan was accounted for at amortized cost using the effective interest rate method with the effective interest rate of 15% per annum.

The fair value of the Company's financial instruments has been classified within the fair value hierarchy as at September 30, 2023 and December 31, 2023 is as follows:

As at September 30, 2023:

	Level 1	Level 2	Level 3	Total
Financial Assets				
Cash	\$ 176,685	-	- \$	176,685
	\$ 176,685	-	- \$	176,685
As at December 31, 2023:				
	Level 1	Level 2	Level 3	Total

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

Financial Assets				
Cash	\$ 2,307	-	-	\$ 2,307
	\$ 2,307	-	-	\$ 2,307

# FINANCIAL INSTRUMENTS AND RISKS (CONT'D)

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

# Foreign exchange risk

The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars. Management believes the foreign exchange risk derived from currency conversions is negligible. The foreign exchange risk is therefore manageable and not significant. The Company does not currently use any derivative instruments to reduce its exposure to fluctuations in foreign exchange rates.

# Credit risk

The Company's cash is largely held in large Canadian financial institutions. The Company does not have any asset-backed commercial paper. The Company maintains cash deposits with Schedule A financial institution, which from time to time may exceed federally insured limits. The Company has not experienced any significant credit losses and believes it is not exposed to any significant credit risk.

#### Interest rate risk

Interest rate risk is the risk the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The Company does not hold any financial liabilities with variable interest rates. The Company does maintain bank accounts which earn interest at variable rates but it does not believe it is currently subject to any significant interest rate risk.

# Liquidity risk

The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances and through short-term borrowing. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments.

# Price risk

The ability of the Company to explore its mineral properties and the future profitability of the Company are directly related to the market price of precious metals. The Company monitors precious metals prices to determine the appropriate course of action to be taken by the Company.

# **CAPITAL MANAGEMENT**

The Company defines its capital as shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration and development of mineral properties. The Board of Directors do not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The properties in which the Company currently has an interest are in the exploration stage. As such, the Company has historically relied on the equity markets to fund its activities. In addition, the Company is dependent upon external financings to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will need to raise additional funds. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

# OTHER INFORMATION

#### **Off Balance Sheet Items**

The Company has no off-balance sheet arrangements.

#### RISK AND UNCERTAINTIES

Risk is inherent in all business activities and cannot be entirely eliminated. Our goal is to enable the Company's business processes and opportunities by ensuring that the risks arising from our business activities, the markets and political environments in which we operate are mitigated. The risks and uncertainties described in the MD&A for the period ended December 31, 2023 are considered by management to be the most important in the context of the company's business and are substantially unchanged as of the report date. Those risks and uncertainties are not inclusive of all the risks and uncertainties the company may be subject to and other risks may apply.

#### CHANGES IN ACOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES

### Newly adopted accounting standards

Amendments to IAS 1: Classification of Liabilities as Current or Non-current

The amendment clarifies the requirements relating to determining if a liability should be presented as current or noncurrent in the statement of financial position. Under the new requirement, the assessment of whether a liability is presented as current or non-current is based on the contractual arrangements in place as at the reporting date and does not impact the amount or timing of recognition. The amendment applies retrospectively for annual reporting periods beginning on or after January 1, 2022. The Company is currently evaluating the potential impact of these amendments on the Company's consolidated financial statements.

There are no other pending IFRS or IFRIC interpretations that are expected to be relevant to the Company's consolidated financial statements.

The preparation of the Financial Statements in conformity with IFRS requires management to make estimates, judgments and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the Financial Statements, and the reported amounts of revenues and expenses for FINANCIAL INSTRUMENTS AND RISKS (CONT'D)

the reporting period. Actual results could differ from management's best estimates as additional information becomes available. The information about significant areas of estimation uncertainty and judgment considered by management in preparing the Financial Statements are described in note 2 of the Company's audited financial statements for the year ended September 30, 2022.

#### **OUTSTANDING SHARE DATA**

The table below presents the Company's common share data as of the date of this MD&A.

	Number
Common Shares, issued and outstanding	13,650,000
Stock options convertible into common shares	-
Warrants	

# **DIVIDENDS**

The Company has no earnings or dividend record and is unlikely to pay any dividends in the foreseeable future as it intends to employ available funds for mineral exploration and development. Any future determination to pay dividends will be at the discretion of the board of directors and will depend on the Company's financial condition,

MANAGEMENT'S DISCUSSION & ANALYSIS

FOR THE PERIOD ENDED DECEMBER 31, 2023 AND 2022

results of operations, capital requirements and such other factors as the board of directors deem relevant

#### NATURE OF THE SECURITIES

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, an investment in the Company's securities should not constitute a major portion of an investor's portfolio.

# PROPOSED TRANSACTIONS

The Company has entered into a non-binding letter of intent dated September 14, 2023 (the "LOI") with 2757953 Ontario Inc. (DBA Faster) ("Faster") setting out the initial proposed terms and conditions pursuant to which the Company and Faster expect to effect a business combination that will result in a reverse takeover of the Company by the shareholders of Faster (the "Proposed Transaction"), subject to the Company and Faster entering into a definitive agreement on terms substantively similar to the terms set out in the LOI (a "Definitive Agreement"). The entity resulting from the Proposed Transaction will continue to carry on the business of Faster.

The Company has entered into a promissory note, effective October 4, 2023, in favour of Faster (the "Note") in the principal amount of \$192,950 (the "Principal Amount"). The Note will bear interest at a rate of 8.0% per annum, calculated monthly and commencing on the date that is 6 months from the effective date of the Note, October 4, 2023. The Principal Amount, along with all outstanding and accrued interest, shall become due and payable on the date that is 36 months from the date of the Note (the "Maturity Date"). Pursuant to the terms of the Note, the Maturity Date shall be immediately accelerated and become due and payable within 90 days in the event the LOI is terminated prior to the Definitive Agreement being entered into. During the year ended September 30, 2023, deposit of \$192,950 was received from Faster and this amount was subsequently converted into the promissory Note as stated above on October 4, 2023.

Completion of the Proposed Transaction is subject to a number of conditions, including, but not limited to, the financing of Faster's equity securities, satisfactory completion of due diligence, the parties entering into the Definitive Agreement on terms acceptable to the parties and the Company and Faster obtaining all requisite approvals from their respective boards, shareholders and the Canadian Securities Exchange, as applicable. There can be no assurance that the Proposed Transaction will be completed as currently contemplated, or at all.

There are currently no other significant proposed transactions except as otherwise disclosed in this MD&A. Confidentiality agreements and non-binding agreements may be entered into from time to time, with independent entities to allow for discussions of the potential acquisition and/or development of certain properties or projects.

# **APPROVAL**

The Board of Directors oversees management's responsibility for financial reporting and internal control systems through an Audit Committee. This Committee meets periodically with management and annually with the independent auditors to review the scope and results of the annual audit and to review the financial statements and related financial reporting and internal control matters before the financial statements are approved by the Board of Directors and submitted to the shareholders of the Company. The Board of Directors of the Company has approved the financial statements and the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

# **Certificate Of Compliance**

The undersigned hereby certifies that:

- 1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.
- 2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
- 3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
- 4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated: February 29, 2024.

Paul Haber

Name of Director or Senior Officer

/s/ Paul Haber

Signature

**Interim CEO** 

Official Capacity

Issuer Details Name of Issuer	For Quarter Ended	Date of Report YY/MM/D	
Name of Issuer	Ended	Y Y/MM/D	
Evolution Global Frontier Ventures Corp.	December 31, 2023	02/29/2024	
Issuer Address			
810-789 W. Pender Street			
City/Province/Postal Code	Issuer Fax No.	Issuer Telephone No.	
Vancouver, BC, V6C 1H2		(416) 318-6501	
Contact Name	Contact Position	Contact Telephone No.	
Paul Haber	Interim CEO	(416) 318-6501	
Contact Email Address	Web Site Address		
egfrontierventures@gmail.com			